

TRI-COUNTY LODGING ASSOCIATION
SPECIAL BOARD MEETING
Wednesday, September 4, 2019

The Tri-County Lodging Association met at 4:00 p.m. at the TCLA/CVB Offices, 985 KK Drive, Osage Beach, Camden County, Missouri.

TCLA Board Members Present:

Ken Allen
Russell Burdette
Jim Cleary
Fred Dehner
Mark Krantz
Don Neuharth
Michael Spriggs
Lance Utley
Sue Westenhaver

TCLA Board Members Absent:

Angie Seaton

Non-Voting Advisors Absent:

Presiding Commissioner Greg Hasty
Presiding Commissioner Tony Stephens

Also present were Jim Divincen, Tim Jacobsen, Mayor John Olivarri, Alderman Richard Ross, Lagina Fitzpatrick, and Rebecca Rupard.

CALL TO ORDER

Chairman Sue Westenhaver called the meeting to order at 4:00 p.m.

INTRODUCTIONS

Introductions were made by all meeting attendees.

APPROVAL OF AGENDA

Russell Burdette made a motion to approve the Agenda as presented. Lance Utley seconded the motion. The motion passed unanimously.

PUBLIC COMMENTS

None were made at this time.

OLD BUSINESS

- A. Tournament Soccer Complex – Cooperation Agreement with Osage Beach

At this time the Cooperation Agreement with the City of Osage Beach was reviewed by the Board for discussion. Mayor John Olivarri lead the Board through each page of this agreement to discuss proposed changes. The following changes for the Cooperation Agreement were approved:

Page 1 - Section B: Ken Allen made a motion to delete the words “first-class” from this document. Mark Krantz seconded the motion. The motion passed unanimously.

Page 2 – Two (2) examples were given to be utilized regarding capital replacement funds.

Jim Cleary made a motion to include “Example One” which reads:

“Capital Replacement Fund” means a fund or account established which will be used by the City to pay for the a) non-normal repair, b) replacement, or c) significant enhancement of the capital improvements at the Destination Tournament Soccer Complex, including turf, lighting, concession stands, restrooms, surface access or other infrastructure needs at the complex, as agreed to by the parties.

Ken Allen seconded the motion. The motion passed unanimously.

Page 3 – In paragraph three (3), the words “first-class” was suggested for removal from this paragraph, as well as all other locations in this Agreement. Also, Mark Krantz made a motion to delete the fifth (5th) paragraph on this page which states:

“Significant repair, replacement or enhancement” any repair, replacement or enhancement which exceeds one percent (1%) of the total cost of the Destination Tournament Soccer Complex and which would be capitalized, not expensed, under Generally Accepted Accounting Principles.”

Ken Allen seconded the motion. The motion passed unanimously.

Sue Westenhaver made a motion for #4 (on Page 3) to read as follows (changes underlined):

The City shall control all aspects of the design and construction of the Destination Tournament Soccer Complex subject to the review and advice of a representative of one Business District and a representative of TCLA if it does not create a delay in the project; provided, however, that the Parties agree the Destination Tournament Soccer Complex will, at a minimum, include:...”

Don Neuharth seconded the motion. The motion passed unanimously.

On Page 4, Don Neuharth made a motion to change 4 (a)(i) to read: **“Eight (8) lighted and tournament style synthetic turf fields”**. Additionally Mr. Neuharth added that the items on Page 5, beginning with (vi) through (v) be deleted completely. Ken Allen seconded the motion. The motion passed unanimously.

On Page 5, under 5(d), Lance Utley made a motion to delete the words: “provided that the Bond proceeds shall be first used to fully complete the Destination Tournament Soccer Complex before such reimbursement is made.”. Fred Dehner seconded the motion. The motion passed unanimously.

On Page 5, under 6(a), Lance Utley made a motion to remove the word “significant” in the first sentence. Jim Cleary seconded the motion. The motion passed unanimously.

Also on Page 5, under 6(a), Don Neuharth made a motion to change the current second (2nd) sentence to read: “The City may enter into booking or management contracts with nationally recognized experts in tournament operations to assist in attracting tournaments and other events that promote tourism at the Destination Tournament Soccer Complex.”

Michael Spriggs seconded the motion. When voted upon, Jim Cleary and Michael Spriggs voted in opposition of this motion. The majority voted in favor of the motion, therefore the motion passes.

Finally, on Page 5, under 6(a), Ken Allen made a motion to delete the final two (2) sentences on this page. Lance Utley seconded the motion. When voted upon, Don Neuharth voted in opposition of this motion. The majority voted in favor of the motion, therefore the motion passes.

Continuing onto Page 6, paragraph (b), Ken Allen made a motion to utilize the word “parties” to replace the word “City” in the first sentence of this section. Also included in this motion was to delete the word “significant” so that the sentence reads: **“The Parties shall establish a Capital Replacement Fund, which fund will be used by the City, to pay for the repair, replacement and enhancement of various capital improvements within the Destination Tournament Soccer Complex, including, without limitation, turf, lighting, and restrooms. The Parties will mutually agree to an amount for the Capital Replacement Fund.”** Don Neuharth seconded the motion. The motion passed unanimously.

On Page 6, paragraph (c), Lance Utley made a motion to change the third (3rd) sentence to read: “If revenues are not sufficient to pay Project Operational Costs, the City shall fund Project Operational Costs from other sources, including withdrawals from the City’s contributions to the Capital Replacement Fund.” Ken Allen seconded the motion. The motion passed unanimously.

Sue Westenhaver made a motion to delete paragraph (d) on Page 6. Michael Spriggs seconded the motion. The motion passed unanimously.

Sue Westenhaver made a motion to approve paragraph (e) on Page 6 to read as follows: **“The City shall provide, at no charge, two places within the Destination Tournament Soccer Complex for the TCLA to advertise other tourism events within the geographic area served by the TCLA. Unless otherwise agreed to by the Parties, the location of such display shall be near (and of similar size to) advertisements and displays for prominent sponsors. The TCLA shall be responsible for all costs associated with the installation, maintenance and updating of the display.”** Don Neuharth seconded the motion. The motion passed unanimously.

Moving forward to Page 8, paragraph #11, Sue Westenhaver made a motion to remove the words: “pursuant to paragraph 5(d).”. Ken Allen seconded the motion. The motion passed unanimously.

Finally, Don Neuharth made a motion to delete the last paragraph on Exhibit B. Lance Utley seconded the motion. The motion passed unanimously.

The Tri-County Lodging Board of Directors will hold their regular monthly meeting on Thursday, September 26, 2019, beginning at 9:00 a.m. at the TCLA/CVB offices in Osage Beach, MO.

There being no further business to come before the Board, Fred Dehner made a motion to adjourn the TCLA board meeting. Russell Burdette seconded the motion. The motion passed unanimously. The TCLA board meeting ended at 5:48 p.m.